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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

AXA EQUITABLE LIFE INSURANCE
COMPANY (f/k/a THE EQUITABLE LIFE
ASSURANCE SOCIETY OF THE UNITED
STATES),

Plaintiff,

vs.

CENTRE LIFE INSURANCE COMPANY,

Defendant.

Civil Action No. 08 Civ 1661(AKH)

**[CONDITIONALLY] FILED UNDER
SEAL**

**[SUBJECT TO APPLICATION TO
FILE UNDER SEAL]**

**DEFENDANT CENTRE LIFE
INSURANCE COMPANY'S MOTION
TO FILE UNDER SEAL**

Centre Life Insurance Company ("Centre"), by and through its attorneys, respectfully moves the Court, pursuant to Federal Rule of Civil Procedure 5.2(d), for an order to file all papers in this action under seal, and in support of such relief states:

1. Centre concurs with the statements of reasons for proceeding under seal set forth in plaintiff AXA Equitable Life Insurance Company's ("AXA Equitable's") motion to file all such papers under seal.
2. In particular, Centre's papers filed concurrently herewith attach and reference throughout information that is deemed "Confidential Information" by the related Administrative Services Agreement ("ASA") By and Among Disability Management Services, Inc., Centre and AXA Equitable and/or the Confidentiality

Agreement and Order (“Confidentiality Order”) in the pending arbitration between the parties.

3. Section 11 of the ASA reads:

Each party agrees that it will keep in confidence all confidential, proprietary or policyholder information (the “Confidential Information”) that has been or may be provided by another party in the course of the performance of its duties contemplated hereby, and that the receiving party will use the same for the sole purpose of performing its obligations hereunder. Each party hereby agrees not to disclose the Confidential Information of another party to any person except those of its employees, agents, contractors and advisors who have a reasonable need to know such information to assist or advise the party in connection with the performance of its obligations, or enforcement of its rights, hereunder.

4. Paragraph 2 of the Confidentiality Order, a true and correct copy of which is attached as Exhibit A to the Declaration of Alan Vickery filed concurrently herewith, similarly requires plaintiff and defendant here to maintain all:

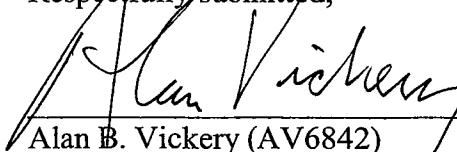
briefs, depositions and hearing transcripts generated in the course of th[e] arbitration, discovery requests or responses, documents created for the arbitration or produced by the opposing party or third-parties . . . and any interim decisions, correspondence, oral discussions and information received in connection with the proceedings . . . confidential.

5. In connection with the pending motions, Centre intends to submit confidential information, including but not limited to transcripts of hearings before the arbitration panel, information received in connection with those proceedings, and other information exchanged by the parties in the course of performing their duties under the reinsurance transaction at issue.

6. Accordingly, in light of Centre's obligations under the ASA and the Confidentiality Order not to disclose Confidential Information, Centre requests that the Court permit Centre to file its Motion to Dismiss and all future documents in this case under seal.

Dated: February 20, 2008

Respectfully submitted,



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